

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

In re:

DOWLING COLLEGE,
f/d/b/a DOWLING INSTITUTE,
f/d/b/a DOWLING COLLEGE ALUMNI
ASSOCIATION,
f/d/b/a CECOM,
a/k/a DOWLING COLLEGE, INC.,

Debtor.

Chapter 11

Case No. 16-75545 (REG)

**SEVENTH REPORT BY RSR CONSULTING, LLC AND CHIEF RESTRUCTURING
OFFICER OF COMPENSATION EARNED AND EXPENSES INCURRED FOR THE
PERIOD FROM JUNE 1, 2017 THROUGH JUNE 30, 2017**

The following report of compensation earned and expenses incurred provided herein, are being submitted pursuant to the Order [Docket no.106], dated December 16, 2016, authorizing RSR Consulting, LLC (“RSR”) (I) to continue to provide the Debtor with a Chief Restructuring Officer and additional personnel; and (II) designating Robert S. Rosenfeld (“Mr. Rosenfeld”) as Chief Restructuring Officer (“CRO”) to the Debtor effective as of the Petition Date. Please refer to the following exhibits relating to the period June 1, 2017 through June 30, 2017.

Exhibit A – Summary of Fees and Expenses

Exhibit B – Summary of Services by Project Category

Exhibit C – Detailed time entries by Project Category

Exhibit D – Detail of Expenses Incurred

By: 
Robert S. Rosenfeld
July 7, 2017

Exhibit A

**Robert S. Rosenfeld, CRO
RSR Consulting, LLC
Dowling College - Case #16-75545 (REG)
Summary of Fees and Expenses
6/1/17 Through 6/30/17**

Summary of Fees

Summary by Professional	Responsibility	Hours	Rate	Amount
R. Rosenfeld	Chief Restructuring Officer	96.40	\$ 390.00	\$ 37,596.00
N. Bivona	Consultant	90.20	\$ 375.00	\$ 33,825.00
R. McLeod	Consultant	6.20	\$ 335.00	\$ 2,077.00
I. Hellman	Paraprofessional	14.20	\$ 125.00	\$ 1,775.00
Total		207.00		\$ 75,273.00
Average blended hourly rate				\$ 363.64

Summary of Expenses

	Total
Accounting-software	\$ 6.00
Overnight mail	200.45
Office Supplies	109.69
Notary Public Fees	17.83
Total Disbursements	\$ 333.97

RSR Consulting, LLC
Dowling College - Case #16-75545 (REG)
Summary of Services by Project Category
6/1/17 to 6/30/17

Exhibit B

	Date	Billable Time	Billable Amt
Asset Analysis and Recovery		8.90	\$ 3,415.50
Asset Disposition		45.90	17,731.50
Bankruptcy Motions		4.50	1,717.50
BRV-Stony Brook Dorm		3.30	1,287.00
Business Operations		64.10	24,352.50
Cash Monitoring		5.00	1,675.00
Claims Administration and Objections		0.40	156.00
Claims Investigation		4.20	1,575.00
Document Review		4.20	1,575.00
Dowling-Residential Ops		5.50	2,062.50
Dowling-Residential Sales		5.60	2,100.00
Employee Benefits/Pensions		2.40	936.00
Financial Analysis		1.20	402.00
Litigation Matters		20.90	4,547.00
Meeting with Trustee Counsel and financial advisor		1.00	390.00
Meetings with Creditors and/or Representatives		4.80	1,812.00
Meetings with Debtor and Representatives		1.70	649.50
Oakdale-Residential		10.10	3,939.00
Phone Call		0.60	75.00
Reporting		8.70	3,315.00
Tax compliance		1.00	390.00
UST Reporting		3.00	1,170.00
Grand Total		<u>207.00</u>	<u>\$ 75,273.00</u>

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
Asset Analysis and Recovery					
06/01/2017	Neil Bivona	Edit student AR memo / analysis to reflect comments from R. Rosenfeld. Follow-up correspondence w/ M. Hablenko at RCS/JZANUS re: further questions on proposal.	1.20	\$375.00/hr	\$450.00
06/01/2017	Robert Rosenfeld	Review Student Receivables summary memo and provide comments to N. Bivona for presentation to creditors.	0.70	\$390.00/hr	\$273.00
06/05/2017	Neil Bivona	Review and revise student AR memo to lenders.	1.50	\$375.00/hr	\$562.50
06/06/2017	Neil Bivona	Mane revisions to final draft of student AR memo to creditors. Send copy to R. Rosenfeld & S. Southard for review.	1.00	\$375.00/hr	\$375.00
06/16/2017	Robert Rosenfeld	Work on follow up requests from counsel relating to closing of Oakdale campus sale and sale of Furniture and Equipment motion for Court.	4.00	\$390.00/hr	\$1,560.00
06/22/2017	Robert Rosenfeld	Call with S. Southard, A. Guardino, P. Curry regarding Brookhaven development project.	0.50	\$390.00/hr	\$195.00
Totals For Asset Analysis and Recovery			8.90		\$3,415.50
Asset Disposition					
06/01/2017	Neil Bivona	Review outstanding NEP Property Request Forms / status of appointments for retrieval of property.	0.50	\$375.00/hr	\$187.50
06/02/2017	Neil Bivona	Correspondence w/ J. Nichols re: interest in purchasing IPv4 addresses. Refers to J. Hazan at Hilco.	0.20	\$375.00/hr	\$75.00
06/06/2017	Robert Rosenfeld	Call with S. Southard to discuss update on sale of Oakdale Campus and Brookhaven campus.	0.50	\$390.00/hr	\$195.00
06/06/2017	Robert Rosenfeld	Coordinate meetings with counsel and parties relating to Brookhaven campus sale.	0.50	\$390.00/hr	\$195.00
06/07/2017	Neil Bivona	Meet w/ R. Rosenfeld re status of wind down issues.	0.40	\$375.00/hr	\$150.00
06/07/2017	Neil Bivona	Correspondence and call w/ S. Naidu re: Princeton transition meeting on Friday. Meet w/ D. Cook re: the same.	0.50	\$375.00/hr	\$187.50
06/07/2017	Robert Rosenfeld	Call with S. Southard and A. Guardino regarding status of Brookhaven project development and discussions with the Town of Brookhaven.	0.80	\$390.00/hr	\$312.00
06/07/2017	Robert Rosenfeld	Meeting with T. Berolli (Town of Brookhaven Planner) and A. Guardino regarding comments on Plans for Development of Shirley Campus.	1.00	\$390.00/hr	\$390.00
06/07/2017	Robert Rosenfeld	Call with S. Southard regarding status of meeting with Brookhaven Town Planner.	0.40	\$390.00/hr	\$156.00
06/07/2017	Robert Rosenfeld	Meet with N. Bivona regarding status of window process and outstanding issues.	0.40	\$390.00/hr	\$156.00
06/07/2017	Robert Rosenfeld	Review Student Receivables analysis for wind down of student receivables accounts.	0.50	\$390.00/hr	\$195.00
06/08/2017	Neil Bivona	Correspondence & call w/ S. Naidu re: transition meeting. Meet w/ D. Cook re: the same.	0.40	\$375.00/hr	\$150.00
06/08/2017	Neil Bivona	Review NEP property request forms. Prepare notice e-mail to creditors and contact S. Carter & D. Brooks regarding retrieval of their items.	0.70	\$375.00/hr	\$262.50
06/08/2017	Robert Rosenfeld	Call with A&G & Madison Hawk, R. Parr, A. Guardino and Sean Southard to discuss planning for Brookhaven campus disposition.	0.70	\$390.00/hr	\$273.00

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/09/2017	Robert Rosenfeld	Attend meeting with Princeton Education Center representative and D. Cook to discuss transition issues relating to sale of Oakdale campus.	1.00	\$390.00/hr	\$390.00
06/09/2017	Robert Rosenfeld	Call with S. Southard and A. Guardino regarding follow up issues on Brookhaven property.	0.30	\$390.00/hr	\$117.00
06/12/2017	Robert Rosenfeld	Meeting with A. Guardino; R. Parr; K. Phillips regarding revisions to Plan Concept to send to Town of Brookhaven.	1.50	\$390.00/hr	\$585.00
06/12/2017	Robert Rosenfeld	Meetings with N. Bivona to discuss transition for Oakdale Campus sale and residential house sales.	0.50	\$390.00/hr	\$195.00
06/13/2017	Robert Rosenfeld	Call with R. Friedman, S. Southard and A. Guardino to discuss status of Brookhaven property.	0.50	\$390.00/hr	\$195.00
06/14/2017	Robert Rosenfeld	Status call with brokers; S. Southard, A. Guardino related to sale of Oakdale and Brookhaven.	0.50	\$390.00/hr	\$195.00
06/14/2017	Neil Bivona	Call w/ Brokers, A. Gaurdino, Klestat & R. Rosenfeld re: status of Brookhaven site planning.	0.50	\$375.00/hr	\$187.50
06/14/2017	Robert Rosenfeld	Calls with R. Parr to discuss status of re-drawings on Plan Concept for Brookhaven project.	0.50	\$390.00/hr	\$195.00
06/14/2017	Robert Rosenfeld	Review correspondence related to closing of Oakdale Campus and respond to questions from counsel and parties.	0.80	\$390.00/hr	\$312.00
06/15/2017	Neil Bivona	Prepare term sheet for transition services agreement with Princeton.	1.00	\$375.00/hr	\$375.00
06/15/2017	Neil Bivona	Review draft agreement w/ Adelphi to assume custody of Dowling archives.	0.50	\$375.00/hr	\$187.50
06/15/2017	Neil Bivona	Meet with D. Holiday re: status of library archives and special collection projects.	0.70	\$375.00/hr	\$262.50
06/15/2017	Neil Bivona	Search for original copies of survey of Oakdale campus. Correspondence w/ S. Southard re: the same.	0.50	\$375.00/hr	\$187.50
06/15/2017	Neil Bivona	Review status of pending NEP Property request forms.	0.50	\$375.00/hr	\$187.50
06/15/2017	Robert Rosenfeld	Review documents required for execution for sale of real estate and provide to counsel and broker.	0.80	\$390.00/hr	\$312.00
06/15/2017	Robert Rosenfeld	Review and update analysis on status of real estate sales for Oakdale residential properties.	0.50	\$390.00/hr	\$195.00
06/16/2017	Neil Bivona	Review draft transition agreement.	0.50	\$375.00/hr	\$187.50
06/16/2017	Neil Bivona	Review NEP property request forms & contact requesting parties.	1.00	\$375.00/hr	\$375.00
06/16/2017	Neil Bivona	Review contact info and compile list of parties that expressed interest in FF&E for notice list re: proposed sale of FF&E to Princeton.	1.00	\$375.00/hr	\$375.00
06/16/2017	Neil Bivona	Follow up on several items for losing including insurance broker & 24/7 COI.	0.50	\$375.00/hr	\$187.50
06/16/2017	Neil Bivona	Review employee hourly rates and prepare schedule for Princeton transition agreement. Discussion w/ R Rosenfeld re: the same.	0.70	\$375.00/hr	\$262.50
06/16/2017	Robert Rosenfeld	Discuss with Counsel revisions to Plan Concept revisions to be sent to Town of Brookhaven.	0.30	\$390.00/hr	\$117.00
06/19/2017	Robert Rosenfeld	Call with Princeton counsel; title company, S. Southard, L. Kiss, M. White, and lender's counsel to prepare for Oakdale Campus closing.	0.50	\$390.00/hr	\$195.00

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/19/2017	Robert Rosenfeld	Work on preparation and coordination for Oakdale Campus closing.	4.50	\$390.00/hr	\$1,755.00
06/19/2017	Robert Rosenfeld	Call with Ron Parr to discuss status of Brookhaven project.	0.40	\$390.00/hr	\$156.00
06/20/2017	Robert Rosenfeld	Call with creditors to discuss status of Princeton closing on Oakdale Campus sale.	0.50	\$390.00/hr	\$195.00
06/21/2017	Robert Rosenfeld	Calls with J. Hubbard to discuss status of buyers of Oakdale campus; Brookhaven project status and follow up on buyers' financial wherewithal.	0.70	\$390.00/hr	\$273.00
06/21/2017	Robert Rosenfeld	conference call with S. Southard and creditors related to status of Princeton efforts to close on Oakdale campus.	0.50	\$390.00/hr	\$195.00
06/21/2017	Robert Rosenfeld	Work on transition issues relating to Oakdale Campus sale.	1.00	\$390.00/hr	\$390.00
06/21/2017	Robert Rosenfeld	Review documents related to NCF as backup bidder on Oakdale Campus sale.	1.00	\$390.00/hr	\$390.00
06/22/2017	Robert Rosenfeld	Call with S. Southard, counsel to creditors regarding status of terminating Princeton contract and next steps.	0.40	\$390.00/hr	\$156.00
06/22/2017	Robert Rosenfeld	Call with J. Sturchio (DE residential) regarding marketing status of remaining houses in Oakdale and process for sale of each property.	0.50	\$390.00/hr	\$195.00
06/22/2017	Robert Rosenfeld	Call with Bob Bertucci (Oppenheimer) regarding status of marketing remaining houses in Oakdale.	0.80	\$390.00/hr	\$312.00
06/22/2017	Robert Rosenfeld	Call with J. Hubbard (Madison Hawk) regarding status of contract closing with NCF Capital and next steps in process.	0.40	\$390.00/hr	\$156.00
06/22/2017	Robert Rosenfeld	Analyze remaining Oakdale residential properties and work on process for marketing and winddown of properties.	2.00	\$390.00/hr	\$780.00
06/22/2017	Robert Rosenfeld	Review motion documents and declaration relating to Comfort Order on NCF as replacement buyer for Oakdale campus.	0.80	\$390.00/hr	\$312.00
06/23/2017	Robert Rosenfeld	Review motions and revised APA and schedules relating to successor bidder, NCF in preparation for closing and respond to follow up calls from counsel.	2.00	\$390.00/hr	\$780.00
06/23/2017	Robert Rosenfeld	Call with J. Hubbard regarding follow up to closing issues related to NCF Capital.	0.40	\$390.00/hr	\$156.00
06/26/2017	Neil Bivona	Weekly update call with Madison Hawk & ACA.	0.20	\$375.00/hr	\$75.00
06/26/2017	Robert Rosenfeld	Calls with J. Hubbard (Madison Hawk) and J. Corneau to discuss next steps and transition with NCF Capital.	1.50	\$390.00/hr	\$585.00
06/27/2017	Robert Rosenfeld	Call with Anthony Guardino regarding status of Brookhaven plan process.	0.30	\$390.00/hr	\$117.00
06/27/2017	Robert Rosenfeld	Correspondence with J. Hazan (Hilco) regarding IP address liquidation and provide follow up response to creditors.	0.70	\$390.00/hr	\$273.00
06/28/2017	Robert Rosenfeld	Call with S. Southard to discuss outstanding issues relating to Oakdale Campus sale and Stony Brook extension of BRV lease.	0.50	\$390.00/hr	\$195.00
06/28/2017	Robert Rosenfeld	Call with N. Sterling (ML Strategies) to discuss Public Relations response to media inquiries on Oakdale Campus sale.	0.40	\$390.00/hr	\$156.00
06/29/2017	Neil Bivona	Review Non Estate Property Property request forms & make recommendations to creditors.	1.00	\$375.00/hr	\$375.00
06/29/2017	Robert Rosenfeld	Call with R. Parr and A. Guardino regarding status on Brookhaven development project.	0.50	\$390.00/hr	\$195.00

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Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/29/2017	Robert Rosenfeld	Coordinate process of communication to creditors on Brookhaven development project.	1.00	\$390.00/hr	\$390.00
06/29/2017	Robert Rosenfeld	Discussion with A. Graiser (A&G Realty) to discuss status of Brookhaven valuation.	0.40	\$390.00/hr	\$156.00
06/30/2017	Robert Rosenfeld	Discuss with broker for Oakdale campus sale follow up on NCF site visit to Oakdale Campus and next steps.	0.30	\$390.00/hr	\$117.00
06/30/2017	Robert Rosenfeld	Call with Charles Berger re: marketing of BRV property in Brookhaven,	0.60	\$390.00/hr	\$234.00
Totals For Asset Disposition			45.90		\$17,731.50
Bankruptcy Motions					
06/01/2017	Robert Rosenfeld	Review draft motion on Perkins Loan windown and discuss with N. Bivona alternatives for winding down Perkins and Title IV program.	0.50	\$390.00/hr	\$195.00
06/12/2017	Neil Bivona	Review and edit motion re: Perkins Loan liquidation & assignments.	1.30	\$375.00/hr	\$487.50
06/13/2017	Neil Bivona	Call w L. Kiss re: comments & revisions to Perkins liquidation & assignment motion.	0.50	\$375.00/hr	\$187.50
06/14/2017	Robert Rosenfeld	Review Furniture and Equipment sale motion and declaration and provide comments to counsel.	1.00	\$390.00/hr	\$390.00
06/26/2017	Neil Bivona	Review motion and draft order to certify NCF as successful bidder and R. Rosenfeld declaration. Re-review terms of NCF APA.	0.70	\$375.00/hr	\$262.50
06/30/2017	Robert Rosenfeld	Review Final DIP order.	0.50	\$390.00/hr	\$195.00
Totals For Bankruptcy Motions			4.50		\$1,717.50
BRV-Stony Brook Dorm					
06/01/2017	Robert Rosenfeld	Work on revisions to lease extension agreement and provide to SBU for review.	0.70	\$390.00/hr	\$273.00
06/08/2017	Robert Rosenfeld	Review comments from Stony Brook on lease modification and discuss with counsel.	0.40	\$390.00/hr	\$156.00
06/13/2017	Robert Rosenfeld	Call with R. Bertucci, M. Sato, S. Southard to discuss modifications to SBU lease.	0.50	\$390.00/hr	\$195.00
06/16/2017	Robert Rosenfeld	Call with Stony Brook representatives, S. Southard, R. Bertucii, M. Sato to discuss revisions to lease modification agreement.	0.70	\$390.00/hr	\$273.00
06/28/2017	Robert Rosenfeld	Call with M. Sato and R. Bertucci re: BRV lease extension and Stony Brook comments to agreement.	0.60	\$390.00/hr	\$234.00
06/28/2017	Robert Rosenfeld	Call with S. Fioto (SBU) regarding lease extension and next steps.	0.40	\$390.00/hr	\$156.00
Totals For BRV-Stony Brook Dorm			3.30		\$1,287.00
Business Operations					
06/01/2017	Neil Bivona	Various correspondence w/ USDOE Ombudsman re: Priscilla Martinez missing Perkins Note.	0.30	\$375.00/hr	\$112.50
06/01/2017	Neil Bivona	Prepare DIP Accounts transfers and wire payments for week 27 disbursements.	0.50	\$375.00/hr	\$187.50
06/01/2017	Neil Bivona	Meet w/ R. Rosenfeld re: USDOE audit requirements for Title IV Compliance Audit and Perkins Close-out audit. Review fiscal 2015 A-133 audit.	1.00	\$375.00/hr	\$375.00
06/01/2017	Robert Rosenfeld	Process bills and payments for weekly disbursements and update accounting.	1.50	\$390.00/hr	\$585.00

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/01/2017	Robert Rosenfeld	Work on month end closing for Debtor and prepare bank reconciliations for month and review adjustments for accounts in support of MOR for May.	2.00	\$390.00/hr	\$780.00
06/02/2017	Neil Bivona	Review GCG communications escalation report. Respond to new inquiries as appropriate & review pending inquiries.	1.00	\$375.00/hr	\$375.00
06/02/2017	Neil Bivona	Various correspondence w/ T. Walenchok re: Perkins audit engagement letter and required information for audit.	0.70	\$375.00/hr	\$262.50
06/02/2017	Neil Bivona	Review files and network drives re: historic NY State HEOP annual filings.	1.40	\$375.00/hr	\$525.00
06/02/2017	Neil Bivona	Call w/ D. Impagliazzo re: open student certification issues & plan to address w/ NYSED (J. D'Agti).	0.50	\$375.00/hr	\$187.50
06/05/2017	Neil Bivona	Review weekly variance report & prepare weekly DIP Compliance report for week 26.	1.30	\$375.00/hr	\$487.50
06/05/2017	Neil Bivona	Review of Cigna contact re: stop loss provisions.	0.50	\$375.00/hr	\$187.50
06/05/2017	Neil Bivona	Correspondence w/ S. Southard re: the same.			
06/05/2017	Neil Bivona	Meet w/ C. Grossman re ongoing project to review files for endowment documentation.	1.00	\$375.00/hr	\$375.00
06/07/2017	Neil Bivona	Call w/ D. Scalzo re: status of Title IV reconciliations.	0.50	\$375.00/hr	\$187.50
06/07/2017	Neil Bivona	Review FISAP reports from 2011-2015 & Perkins Loan liquidation audit guidelines Analyze Federal and Institutional Perkins Loan fund capital contributions.	1.80	\$375.00/hr	\$675.00
06/07/2017	Neil Bivona	Review professional invoices for April & May (to the extent received). Update professional fee/holdback tracking report.	0.50	\$375.00/hr	\$187.50
06/08/2017	Neil Bivona	Review weekly invoices for payment. Prepare weekly disbursement detail worksheet and transfer and disbursement summary reports.	2.00	\$375.00/hr	\$750.00
06/08/2017	Neil Bivona	Call w/ Baker Tilly & R. Rosenfeld to discuss Perkins and Title IV closeout compliance audit requirements.	0.90	\$375.00/hr	\$337.50
06/08/2017	Neil Bivona	Work on DIP budget extension through September.	2.00	\$375.00/hr	\$750.00
06/08/2017	Robert Rosenfeld	Call with Baker Tilly and N. Bivona to discuss audit requirements for Perkins Loan (.6); follow up discussion with N. Bivona to discuss Perkins loan audit (.3)	0.90	\$390.00/hr	\$351.00
06/08/2017	Robert Rosenfeld	Prepare bills for processing payments for week. Update accounting for cash activity.	1.00	\$390.00/hr	\$390.00
06/08/2017	Robert Rosenfeld	Work on revisions for May 2017 MOR.	1.20	\$390.00/hr	\$468.00
06/09/2017	Robert Rosenfeld	Follow up processing disbursements for week and updating accounting in quickbooks.	1.00	\$390.00/hr	\$390.00
06/12/2017	Neil Bivona	Continue work on of DIP budget extension through mid-September.	3.00	\$375.00/hr	\$1,125.00
06/12/2017	Neil Bivona	Prepare DIP notice of borrowing for weeks 29-30.	1.20	\$375.00/hr	\$450.00
06/12/2017	Neil Bivona	Prepare correspondence to M. Growhowski & J Pund re: DIP notice of borrowing for weeks 29-30.	0.80	\$375.00/hr	\$300.00
06/12/2017	Neil Bivona	Review new Lightpath & Optel contracts for move to Brookhaven. Correspondence w/ W. Benka re: questions.	0.50	\$375.00/hr	\$187.50
06/12/2017	Robert Rosenfeld	Update of accounting for quickbooks and discuss with A. Soloff USB bank account activity.	1.00	\$390.00/hr	\$390.00
06/13/2017	Robert Rosenfeld	Process transfers and update accounting for Debtor for daily activity.	1.00	\$390.00/hr	\$390.00

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Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/13/2017	Neil Bivona	Met w/ C. Grossman re: results of search for documentation and records regarding restricted endowments and scholarship funds.	1.10	\$375.00/hr	\$412.50
06/13/2017	Neil Bivona	Continue work on DIP budget extension.	2.20	\$375.00/hr	\$825.00
06/13/2017	Neil Bivona	Prepare residential property information sheet for NCF interest in bulk purchase.	1.20	\$375.00/hr	\$450.00
06/13/2017	Neil Bivona	Preparation of disbursement detail worksheet and disbursement and transfer summary reports for 6-16-17 payroll. Prepare DIP account transfers an wire transfers.	0.60	\$375.00/hr	\$225.00
06/13/2017	Neil Bivona	Draft task list for known/anticipated remaining activities for the case.	1.00	\$375.00/hr	\$375.00
06/14/2017	Robert Rosenfeld	Call with N. Bivona, S. Southard, L. Kiss, J. Corneau to discuss updated budget.	0.50	\$390.00/hr	\$195.00
06/14/2017	Neil Bivona	Revise DIP budget extension following call w/ Klestadt & R. Rosenfeld. Prepare cover-e-mail to secured lenders and UCC counsel.	2.00	\$375.00/hr	\$750.00
06/14/2017	Neil Bivona	Call w/ Klestadt & R. Rosenfeld re: DIP Budget extension	0.60	\$375.00/hr	\$225.00
06/14/2017	Neil Bivona	Call w/ R. Mcleod re: general status update & discussion of DIP budget extension / translation to DIP model.	0.60	\$375.00/hr	\$225.00
06/14/2017	Neil Bivona	Prepare analysis of professionals 20% holdback amounts & circulate to creditors.	0.50	\$375.00/hr	\$187.50
06/15/2017	Neil Bivona	Review weekly invoices & Prepare disbursement detail worksheet. Prepare disbursement and transfer summary reports. Setup transfers and wire payments for approval.	2.30	\$375.00/hr	\$862.50
06/15/2017	Neil Bivona	Review responses to questions re: Lightpath and Optel internet/phone contracts for move to Brookhaven campus.	0.20	\$375.00/hr	\$75.00
06/15/2017	Robert Rosenfeld	Process payments for week and update accounting for Debtor in QuickBooks.	2.50	\$390.00/hr	\$975.00
06/16/2017	Neil Bivona	Callwith S Southard, J Corneau, L Kiss & R McLeod re: DIP extension. Review and revise draft 12 wee DIP extension. Carve out first three weeks & format for attachment to motion. Follow up call with R McLeod.	2.50	\$375.00/hr	\$937.50
06/16/2017	Neil Bivona	Call w/ S Ludsin re: Brookhaven security gate service & debtor's ability to pay.	0.30	\$375.00/hr	\$112.50
06/16/2017	Robert Rosenfeld	Work on additional transfers for week and update Debtor's accounting and quickbooks.	1.00	\$390.00/hr	\$390.00
06/19/2017	Neil Bivona	Call with S. Southard, L. Kiss, . Walenchok J. Knapp & N. Varnovitsky re: DOE close-out and Perkins audit requirements.	0.50	\$375.00/hr	\$187.50
06/22/2017	Robert Rosenfeld	Update accounting in quickbooks and review Optel contract for renewal terms.	1.00	\$390.00/hr	\$390.00
06/23/2017	Robert Rosenfeld	Update accounting in quickbooks and review leases for rejection.	1.00	\$390.00/hr	\$390.00
06/26/2017	Neil Bivona	Review weekly invoices & prepare disbursement detail worksheet. Prepare transfer and disbursement summary reports. Set up transfers and payments in DIP accounts for approval.	2.00	\$375.00/hr	\$750.00
06/26/2017	Neil Bivona	Review professional invoices received for May & update professional fee tracking spreadsheet.	0.50	\$375.00/hr	\$187.50

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/26/2017	Neil Bivona	Update call w/ D Cook on status of operations and vacating of Oakdale campus.	0.40	\$375.00/hr	\$150.00
06/26/2017	Robert Rosenfeld	Work on weekly processing of bills and payments and update accounting in quickbooks.	2.50	\$390.00/hr	\$975.00
06/28/2017	Robert Rosenfeld	Work on accounting and update books and records in quickbooks for recent activity for estate.	1.00	\$390.00/hr	\$390.00
06/28/2017	Robert Rosenfeld	Discussions with D. Cook - Director of Operations regarding status of document storage; BRV dorm repairs and maintenance and other windown issues.	0.70	\$390.00/hr	\$273.00
06/29/2017	Neil Bivona	Review weekly invoices. Prepare disbursement detail worksheet & disbursement/transfer summary reports.	1.20	\$375.00/hr	\$450.00
06/29/2017	Neil Bivona	Meet w/ R. Rosenfeld & D. Cook re: status update.	0.50	\$375.00/hr	\$187.50
06/30/2017	Neil Bivona	Review GCG Communication Escalation report & respond to inquiries.	0.50	\$375.00/hr	\$187.50
06/30/2017	Neil Bivona	Set up transfers and wire payments for weekly disbursements for approval.	0.30	\$375.00/hr	\$112.50
06/30/2017	Robert Rosenfeld	Process disbursements and transfers for Debtor; update accounting in quickbooks for activity.	1.20	\$390.00/hr	\$468.00
06/30/2017	Neil Bivona	Meet w/ D. Holliday re: status of Library / Special Collection project.	0.50	\$375.00/hr	\$187.50
06/30/2017	Neil Bivona	Review correspondence from NYSED & NY HESC.	0.20	\$375.00/hr	\$75.00
Totals For Business Operations			64.10		\$24,352.50
Cash Monitoring					
06/04/2017	Robert McLeod	Prepare Week 26 cash actual vs. budget compliance report; circulate amongst RST team for review.	1.20	\$335.00/hr	\$402.00
06/08/2017	Robert McLeod	Prepare Week 27 cash actual vs. budget compliance report; circulate amongst RST team for review.	0.90	\$335.00/hr	\$301.50
06/17/2017	Robert McLeod	Prepare Week 28 cash actual vs. budget compliance report; circulate amongst RST team for review.	1.10	\$335.00/hr	\$368.50
06/28/2017	Robert McLeod	Prepare Weeks 29 and 30 cash actual vs. budget compliance reports; circulate amongst RST team for review.	1.80	\$335.00/hr	\$603.00
Totals For Cash Monitoring			5.00		\$1,675.00
Claims Administration and Objections					
06/29/2017	Robert Rosenfeld	Call with L. Kiss to discuss status of priority claim analysis.	0.40	\$390.00/hr	\$156.00
Totals For Claims Administration and Objections			0.40		\$156.00
Claims Investigation					
06/02/2017	Neil Bivona	Meet w/ A. Dimola and call w/ A. Dimola and L. Kiss re: employee sick bank benefits and calculations.	1.20	\$375.00/hr	\$450.00
06/02/2017	Neil Bivona	Review correspondence and attached materials related to Philip Services Smaller Party Settlor status report. Call class administrator to inquire of Dowling's involvement. Review files and network drives for related information.	1.50	\$375.00/hr	\$562.50
		Correspondence w/ S. Southard re: the same.			
06/05/2017	Neil Bivona	High level review of USDOE filed claim.	0.30	\$375.00/hr	\$112.50
06/13/2017	Neil Bivona	Meet w/ A. Dimola & call w/ a. Dimola and L. Kiss re: review of payroll records and calculation of unused employee vacation benefits.	1.20	\$375.00/hr	\$450.00
Totals For Claims Investigation			4.20		\$1,575.00

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Date	User	Description	Billable Time	Hourly Rate	Billable Amt
Document Review					
06/01/2017	Neil Bivona	Review draft Perkins loan portfolio liquidation motion and USDOE liquidation procedures.	0.50	\$375.00/hr	\$187.50
06/07/2017	Neil Bivona	Review (bring down of) seller reps, schedules and closing conditions under Princeton APA re: any changes since the APA was signed.	1.40	\$375.00/hr	\$525.00
06/14/2017	Neil Bivona	Review of June 2015 A-133 audit report.	1.00	\$375.00/hr	\$375.00
06/29/2017	Neil Bivona	Review of Plaintiff's WARN Act mediation statement & related correspondence.	0.80	\$375.00/hr	\$300.00
06/30/2017	Neil Bivona	Review of final DIP Order.	0.50	\$375.00/hr	\$187.50
Totals For Document Review			4.20		\$1,575.00
Dowling-Residential Ops					
06/01/2017	Neil Bivona	Meet w?. D. Nelson to view damage repairs at 56 Van Bomel. Follow-up calls with F. Radman and R. Bertucci. Return to 56 Van Bomel to take photos.	1.80	\$375.00/hr	\$675.00
06/05/2017	Neil Bivona	Various discussions w/ D. Cook & A. Stoloff and correspondence w/ F. Radman & R. Bertucci re: Giaquinto / 48 Van Bomel.	1.10	\$375.00/hr	\$412.50
06/08/2017	Neil Bivona	Various calls w/ F. Radman re: Giaquinto and Hannah settlements. Call w/ S. Hannah.	0.80	\$375.00/hr	\$300.00
06/08/2017	Neil Bivona	Call w/ R. Bertucci re: status of settlements, listing of 44 Van Bomel - need to remove dead tree near house. Go to 44 Van Bomel to take pictures of the tree.	0.70	\$375.00/hr	\$262.50
06/15/2017	Neil Bivona	Calls with F. Radman re: settlement with T. Cody to vacate 39 Chateau,	0.60	\$375.00/hr	\$225.00
06/16/2017	Neil Bivona	Contact exterminator and arrange payment re: squirrels and raccoons at 27 Chateau.	0.50	\$375.00/hr	\$187.50
Totals For Dowling-Residential Ops			5.50		\$2,062.50
Dowling-Residential Sales					
06/01/2017	Neil Bivona	Call & correspondence w/ J. Sturchio re: R. Gaiquinto / 48 Van Bomel.	0.30	\$375.00/hr	\$112.50
06/01/2017	Neil Bivona	Call w/ D. Niknamfard at Garfunkel Wild re: status of pending sales / closings.	0.40	\$375.00/hr	\$150.00
06/02/2017	Neil Bivona	Meet w/ J. Sturchio for site tour of 44 Van Bomel / establishment of listing price.	0.80	\$375.00/hr	\$300.00
06/06/2017	Neil Bivona	Discussions w/ F. Radman & D. Cook re: 48 and 52 Van Bomel tenant issues& plan for Thursday hearings.	1.20	\$375.00/hr	\$450.00
06/07/2017	Neil Bivona	Prepare correspondence to UCC re: proposed sale and listing prices for 44, 48, 52 and 56 Van Bomel.	1.00	\$375.00/hr	\$375.00
06/08/2017	Neil Bivona	Call w/ J. Sturchio re: listing of 44 Van Bomel & timeline for vacating / showing 48 an 56 Van Bomel & status w/ S. Hannah at 52 Van Bomel.	0.60	\$375.00/hr	\$225.00
06/15/2017	Neil Bivona	Call w/ S. Naidu re: status of residential bulk sale contract and possibility of adding 72 Chateau to the list.	0.30	\$375.00/hr	\$112.50
06/15/2017	Neil Bivona	Call w/ D. Niknamfard re: bulk sale contract for residential properties.	0.30	\$375.00/hr	\$112.50
06/29/2017	Neil Bivona	Several conversations re: settlement / sale of 5 Van Bomel to S. Hannah. Review terms of sale process.	0.40	\$375.00/hr	\$150.00

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/30/2017	Neil Bivona	Further discussions w/ D. Cook & R. Rosenfeld / review correspondence from R. Bertucci re: 52 Van Bommel.	0.30	\$375.00/hr	\$112.50
Totals For Dowling-Residential Sales			5.60		\$2,100.00
		Employee Benefits/Pensions			
06/29/2017	Robert Rosenfeld	Review draft financials for 403B Plan for 2016 audit.	1.00	\$390.00/hr	\$390.00
06/30/2017	Robert Rosenfeld	Further review of 403B draft financials for 2016 audit and execution of Management Rep letter.	1.00	\$390.00/hr	\$390.00
06/30/2017	Robert Rosenfeld	Call with auditor in connection with 403B audit for 2016.	0.40	\$390.00/hr	\$156.00
Totals For Employee Benefits/Pensions			2.40		\$936.00
		Financial Analysis			
06/16/2017	Robert McLeod	Counsel / stakeholders call to review budget extension and next steps in case	0.70	\$335.00/hr	\$234.50
06/16/2017	Robert McLeod	Review budget / DIP commitment extension / increase amongst RST team	0.50	\$335.00/hr	\$167.50
Totals For Financial Analysis			1.20		\$402.00
		Litigation Matters			
06/01/2017	Ilene Hellman	Changes to Schedule of Employees termed at or After June 1st, Added reason for termination, call with Anne Dimola re reasons for termination.	2.00	\$125.00/hr	\$250.00
06/01/2017	Robert Rosenfeld	Review revised WARN analysis and make revisions to analysis and provide to counsel for review.	1.00	\$390.00/hr	\$390.00
06/02/2017	Ilene Hellman	Added amounts previously filed to Schedule of Employees termed at or after 6/1/16	4.50	\$125.00/hr	\$562.50
06/05/2017	Ilene Hellman	Compile Previous Claims for the WARN Schedule	1.40	\$125.00/hr	\$175.00
06/05/2017	Ilene Hellman	Compile Previous Claims for the WARN Schedule	1.40	\$125.00/hr	\$175.00
06/06/2017	Robert Rosenfeld	Work on analysis in connection with WARN complaint and discuss revisions with counsel	1.50	\$390.00/hr	\$585.00
06/07/2017	Ilene Hellman	Compile Addresses for the WARN Schedule	2.80	\$125.00/hr	\$350.00
06/07/2017	Ilene Hellman	Compile Addresses for the WARN Schedule	1.50	\$125.00/hr	\$187.50
06/26/2017	Robert Rosenfeld	Follow up on requests from counsel relating to information requested from plaintiff relating to WARN complaint.	1.50	\$390.00/hr	\$585.00
06/27/2017	Robert Rosenfeld	Provide follow up information to counsel relating to WARN complaint litigation.	0.80	\$390.00/hr	\$312.00
06/27/2017	Robert Rosenfeld	Review mediation statement draft and provide comments to counsel	2.00	\$390.00/hr	\$780.00
06/28/2017	Robert Rosenfeld	Review revised mediation statement for WARN complaint and provide follow up comments to counsel.	0.50	\$390.00/hr	\$195.00
Totals For Litigation Matters			20.90		\$4,547.00
		Meeting with Trustee Counsel and financial advisor			
06/07/2017	Robert Rosenfeld	Call with secured creditors and counsel; UCC counsel; S. Southard and N. Bivona to discuss status issues in case.	1.00	\$390.00/hr	\$390.00
Totals For Meeting with Trustee Counsel and financial advisor			1.00		\$390.00
		Meetings with Creditors and/or Representatives			
06/05/2017	Neil Bivona	Call w/ R. Friedman re: go-forward budget for Estate and tasks affecting unsecured creditors.	0.50	\$375.00/hr	\$187.50
06/05/2017	Neil Bivona	Update call re: status of Oakdale campus sale.	0.30	\$375.00/hr	\$112.50

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/06/2017	Neil Bivona	Call w/ S. Southard & L. Kiss re: motion for liquidation of Perkins Loan portfolio, general Title IV / USDOE proof of claim discussion, engagement of auditor for Title IV tasks & tax returns, employee medical claim processing status & call w/ Cigna counsel, NEP, and other updates.	1.50	\$375.00/hr	\$562.50
06/07/2017	Neil Bivona	Call with creditors to discuss path forward.	1.00	\$375.00/hr	\$375.00
06/16/2017	Robert Rosenfeld	Call with creditors and representatives, brokers, S. Southard, N. Bivona, A. Guardino to discuss status on Oakdale closing; Brookhaven project status; and budget.	0.50	\$390.00/hr	\$195.00
06/16/2017	Neil Bivona	Call with Lenders, Lenders counsel R Rosenfeld, Klestadt, A Guardino & UCC counsel to continue discussion of path forward and DIP extension.	0.70	\$375.00/hr	\$262.50
06/29/2017	Robert Rosenfeld	Call with B. Faustini (ACA) regarding potential settlement with the Unsecured creditors committee.	0.30	\$390.00/hr	\$117.00
Totals For Meetings with Creditors and/or Representatives			4.80		\$1,812.00
Meetings with Debtor and Representatives					
06/05/2017	Neil Bivona	Status update meeting w/ D. Cook.	0.50	\$375.00/hr	\$187.50
06/07/2017	Neil Bivona	Call w/ S. Southard & R. Rosenfeld re: follow-up to call with creditors.	0.40	\$375.00/hr	\$150.00
06/07/2017	Robert Rosenfeld	Call with S. Southard and N. Bivona as follow up to call with creditors.	0.40	\$390.00/hr	\$156.00
06/12/2017	Robert Rosenfeld	Status update call with S. Southard to discuss meeting with Princeton representative and WARN litigation update.	0.40	\$390.00/hr	\$156.00
Totals For Meetings with Debtor and Representatives			1.70		\$649.50
Oakdale-Residential					
06/06/2017	Robert Rosenfeld	Call with R. Bertucci (Oppenheimer) to discuss sale of residential houses and issues relating to 72 Chateau.	0.40	\$390.00/hr	\$156.00
06/06/2017	Robert Rosenfeld	Execution of 90 Elsmere closing documents and get documents notarized and send out overnight to M. White.	0.50	\$390.00/hr	\$195.00
06/08/2017	Robert Rosenfeld	Review correspondence from broker on values on residences and approach for marketing remaining houses.	0.70	\$390.00/hr	\$273.00
06/21/2017	Robert Rosenfeld	Review documents relating to 8 Idle Hour and 96 Biltmore and execute documents relating to closings.	1.00	\$390.00/hr	\$390.00
06/26/2017	Robert Rosenfeld	Review closing documents on 96 Biltmore and 27 Chateau and execute documents, have notarized and send overnight for closing.	1.50	\$390.00/hr	\$585.00
06/26/2017	Robert Rosenfeld	Review correspondence from J. Sturcio, R. Bertuccio relating to sales of Oakdale residential properties.	0.60	\$390.00/hr	\$234.00
06/27/2017	Robert Rosenfeld	Review correspondence with R. bertucii regarding sale of 52 Van Bommel property.	0.40	\$390.00/hr	\$156.00
06/28/2017	Robert Rosenfeld	Review correspondence and analysis provided by J. Sturchio (DE) relating to remaining Oakdale residential properties to sell and provide comments to Oppenheimer	0.50	\$390.00/hr	\$195.00
06/28/2017	Robert Rosenfeld	Call with R. Bertucci regarding 52 Van Bommel status and next steps and continue discussion on BRV lease.	0.70	\$390.00/hr	\$273.00
06/28/2017	Robert Rosenfeld	Meet with D. Cook to discuss stays of 52 Van Bommel and tenant vacating property.	0.50	\$390.00/hr	\$195.00
06/29/2017	Robert Rosenfeld	Call with R. Bertucci regarding status of 52 Van Bommel and offer received from tenant.	0.40	\$390.00/hr	\$156.00

RSR Consulting, LLC**Exhibit C****Dowling College - Case #16-75545 (REG)****Services by Project Category****6/1/17 to 6/30/17**

Date	User	Description	Billable Time	Hourly Rate	Billable Amt
06/29/2017	Robert Rosenfeld	Discuss with D. Cook and F. Radman counter offers for 52 Van Bomel.	0.90	\$390.00/hr	\$351.00
06/29/2017	Robert Rosenfeld	Follow up review of counter offer correspondence to 52 Van Bomel	0.70	\$390.00/hr	\$273.00
06/29/2017	Robert Rosenfeld	Prepare correspondence to R. Friedman for review of listings of residential properties.	0.50	\$390.00/hr	\$195.00
06/30/2017	Robert Rosenfeld	Further discussion and follow up with Oppenheimer and D. Cook regarding 52 Van Bomel sale.	0.80	\$390.00/hr	\$312.00
Totals For Oakdale-Residential			10.10		\$3,939.00
Phone Call					
06/27/2017	Ilene Hellman	Discussed how benefits were calculated on Warn Calculation with Lauren Kiss of Klestadt Winters	0.50	\$125.00/hr	\$62.50
06/27/2017	Ilene Hellman	Lauren Kiss of Klestadt Winters re: Benefits Calculation on Warn Calculation	0.10	\$125.00/hr	\$12.50
Totals For Phone Call			0.60		\$75.00
Reporting					
06/12/2017	Neil Bivona	Review weekly DIP variance report for week 27 ended 6-2-17. Prepare DIP compliance report to DIP Lenders.	1.50	\$375.00/hr	\$562.50
06/17/2017	Neil Bivona	Review weekly variance report & prepare DIP compliance report for week 28 ended 6-9-17.	1.50	\$375.00/hr	\$562.50
06/23/2017	Robert Rosenfeld	Prepare status report for Board of Trustees and make revisions based on comments.	3.50	\$390.00/hr	\$1,365.00
06/30/2017	Neil Bivona	Prepare DIP Compliance reports for week 29 ended 6-16-17 & week 30 ended 6-23-17.	2.20	\$375.00/hr	\$825.00
Totals For Reporting			8.70		\$3,315.00
Tax compliance					
06/20/2017	Robert Rosenfeld	Review and revise final NYS sales tax return for the period 3/1/16 to 2/28/17.	1.00	\$390.00/hr	\$390.00
Totals For Tax compliance			1.00		\$390.00
UST Reporting					
06/08/2017	Robert Rosenfeld	Work on MOR for May and close books for Month to assist in preparing MOR.	2.00	\$390.00/hr	\$780.00
06/13/2017	Robert Rosenfeld	Make revisions to May MOR based on additional information received for the month end reporting.	1.00	\$390.00/hr	\$390.00
Totals For UST Reporting			3.00		\$1,170.00
Grand Total			207.00		\$75,273.00

RSR Consulting, LLC**Exhibit D****Dowling College - Case #16-75545 (REG)****Detailed Expense Report****6/1/17 to 6/30/17**

Expense Date	User	Description	Cost
Accounting-software			
06/12/2017	Robert Rosenfeld	Quickbooks monthly rental through Right Networks	\$6.00
Totals Billable Amounts for Accounting-software			\$6.00
Miscellaneous			
06/15/2017	Robert Rosenfeld	Notary fees for Oakdale partial release from IDA	\$4.00
06/22/2017	Robert Rosenfeld	Notary fees & photocopying relating to 96 Biltmore sale.	\$3.83
06/27/2017	Robert Rosenfeld	Notary fees for 27 Chateau closing	\$6.00
06/28/2017	Robert Rosenfeld	Notary public fees relating to execution of closing documents for 27 Chateau closing	\$4.00
Totals Billable Amounts for Miscellaneous			\$17.83
Office Supplies			
06/01/2017	Neil Bivona	Packing tape for boxes shipped to Databank.	\$16.28
06/16/2017	Robert Rosenfeld	Ink toner for Laser check writing printer	\$93.41
Totals Billable Amounts for Office Supplies			\$109.69
Postage & Shipping			
06/01/2017	Neil Bivona	Two additional boxes of grade rosters sent to Databank for scanning.	\$67.30
06/07/2017	Robert Rosenfeld	Overnight delivery for closing documents for 90 Elsmere closing; notary fees.	\$31.31
06/16/2017	Robert Rosenfeld	Overnight shipping of partial release document signatures to Klestadt in connection with Oakdale campus closing	\$25.55
06/22/2017	Robert Rosenfeld	Overnight shipping to Matt White relating to 96 Biltmore closing	\$25.43
06/27/2017	Robert Rosenfeld	Overnight shipping to M. White re: 27 Chateau closing.	\$25.43
06/28/2017	Robert Rosenfeld	Overnight shipping for closing documents related to 27 Chateau closing	\$25.43
Totals Billable Amounts for Postage & Shipping			\$200.45
Grand Total			\$333.97